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APPROVED AND FILED

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T. LENNIEUX



ACCOUNT NO. : 12000000195 REFERENCE AUTHORIZATION Spulle Renav COST LIMIT : ORDER DATE: August 5, 2014 ORDER TIME : 2:42 PM ORDER NO. : 244553-045 CUSTOMER NO: 7126280 FOREIGN FILINGS NAME: THE CHILDREN'S PLACE RETAIL STORES, INC. XX CORPORATE LIMITED PARTNERSHIP LIMITED LIABILITY COMPANY XXXX AMENDMENT PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: _ CERTIFIED COPY XX PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

EXAMINER:

CONTACT PERSON: Stephanie Milnes -- EXT#62920

PROFIT CORPORATION APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I (1-3 MUST BE COMPLETED)

P20089		
(Document num	nber of corporation (if known)	
1 The Children's Place Retail Stores, Inc.		TALES SE
(Name of corporation as it appe	ears on the records of the Department of State)	AUG -
2. Delaware	3. 07/18/1988	-6 P TARY IASSET
(Incorporated under laws of)	3. 07/18/1988 (Date authorized to do business in	PH 12: 40 Florida FLORIDA
S (4-7 complete oni	SECTION II LY THE APPLICABLE CHANGES)	Þ
4. If the amendment changes the name of the corporation jurisdiction of incorporation? 06/06/2014	ation, when was the change effected under the	laws of
5. The Children's Place, Inc.		
(Name of corporation after the amendment, adding appropriate abbreviation, if not contained in new (If new name is unavailable in Florida, enter alternations in Florida)	name of the corporation)	
6. If the amendment changes the period of duration, i	indicate new period of duration.	
·	New duration)	
7. If the amendment changes the jurisdiction of incor	rporation, indicate new jurisdiction.	
	ew jurisdiction)	
8. Attached is a certificate or document of similar im 90 days prior to delivery of the application to the I having custody of corporate records in the jurisdic	port, evidencing the amendment, authenticate Department of State, by the Secretary of State tion under the laws of which it is incorporated	ed not more than or other official d.
(Signature of a director, president or other officer - i of a receiver or other court appointed fiduciary, by t	f in the hands	
Bradley P. Cost	Senior Vice President	
(Typed or printed name of person signing)	(Title of percon cioning)	_

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY THAT THE SAID "THE CHILDREN'S PLACE

RETAIL STORES, INC.", FILED A RESTATED CERTIFICATE, CHANGING ITS

NAME TO "THE CHILDREN'S PLACE, INC.", THE SIXTH DAY OF JUNE,

A.D. 2014, AT 2:15 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID

CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF

DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE

EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE

RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT

BUSINESS.

2162644 8320

141041780

Jeffrey W. Bullock, Secretary of State

AUTHENTY CATION: 1599465

DATE: 08-06-14

You may verify this certificate online at corp.delaware.gov/authver.shtml